

**March 09, 2018**

To,

**Bombay Stock Exchange Ltd.,**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001.

**The National Stock Exchange of India Ltd.**  
Exchange Plaza,  
Bandra - Kurla Complex,  
Mumbai - 400 051

**Company Code No. 531120**

**Company Code: PATELENG/EQ**

Dear Sirs,

**Sub: Postal Ballot results**

This is to inform you that pursuant to Section 110 of the Companies Act, 2013 read with rule 22 and 20 of the Companies (Management and Administration) Rules, 2014 the Company has conducted Postal Ballot process vide its Postal Ballot Notice dated January 30, 2018 for seeking assents/dissent to the special resolutions provided in the Postal Ballot Notice.

The Board has appointed M/s. Makarand M. Joshi & Co., Practising Company Secretaries, to act as scrutinizer for the Postal Ballot process. The voting on Postal Ballot was commenced from February 07, 2018 (9:00 a.m. IST) and ended on March 08, 2018 (5:00 p.m. IST). The Postal Ballots were duly scrutinized by the scrutinizer and the report submitted thereon on March 09, 2018.

In terms of the provisions of Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we reproduce the below voting results (both e-voting and voting through Ballot Forms) of the business which were transacted by means of Postal Ballot as set out in the Postal Ballot Notice dated January 30, 2018.

The Special Resolutions as mentioned in the aforementioned Notice were passed by requisite majority enclosed herewith is the result of the postal Ballot along with the scrutinizer report dated March 09, 2018.

The date of declaration of result is March 09, 2018.

No promoter or any person from promoter group is interested in the aforesaid special resolutions except to the extent of their shareholding.

You are requested to take the same in your records.

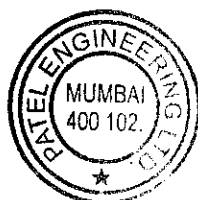
Thanking you,

Yours truly,

**For Patel Engineering Ltd.**

*Shobha Shetty*

**Shobha Shetty**  
**Company Secretary**  
**Encl: as above**



REGD. OFFICE :

Patel Estate Road, Jogeshwari (W), Mumbai - 400 102. India  
Phone +91 22 26767500, 26782916 • Fax +91 22 26782455, 26781505  
E-mail headoffice@pateleng.com www.pateleng.com

Result of the Postal Ballot (e-voting and voting through Postal Ballot Forms) is as under:

**Resolution Item No. 1: Special Resolution**

**Issue of Equity Shares to Patel Engineering Employee Welfare Trust**

Category	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\}*100$	[4]	[5]	$[6]=\{[4]/[2]\}*100$	$[7]=\{[5]/[2]\}*100$
Promoter and Promoter Group	E-Voting		32559899	100.00	32559899	0	100.00	0.00
	Postal Ballot	32559899	0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>32559899</b>	<b>100.00</b>	<b>32559899</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-Voting		0	0.00	0	0	0.00	0.00
	Postal Ballot	88111738	0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public Non Institutions	E-Voting		55432	0.15	49751	5681	89.75	10.25
	Postal Ballot	36323054	23098	0.06	19625	3473	84.96	15.04
	<b>Total</b>		<b>78530</b>	<b>0.22</b>	<b>69376</b>	<b>9154</b>	<b>88.34</b>	<b>11.66</b>
<b>Total</b>		<b>156994691</b>	<b>32638429</b>	<b>20.79</b>	<b>32629275</b>	<b>9154</b>	<b>99.97</b>	<b>0.03</b>

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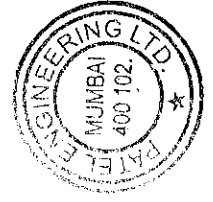


Resolution Item No. 2: Special Resolution

Amendment to Patel Engineering Employees' Stock Option Plan 2007

Category	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3] = \frac{[2]}{[1]} * 100$	[4]	[5]	$[6] = \frac{[4]}{[2]} * 100$	$[7] = \frac{[5]}{[2]} * 100$
Promoter and Promoter Group	E-Voting	32559899	32559899	100.00	32559899	0	100.00	0.00
	Postal Ballot	32559899	0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>32559899</b>	<b>100.00</b>	<b>32559899</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-Voting	88111738	0	0.00	0	0	0.00	0.00
	Postal Ballot	88111738	0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public Non Institutions	E-Voting	36323054	55432	0.15	54656	776	98.60	1.40
	Postal Ballot	36323054	22048	0.06	18622	3426	84.46	15.54
	<b>Total</b>		<b>77480</b>	<b>0.21</b>	<b>73278</b>	<b>4202</b>	<b>94.58</b>	<b>5.42</b>
<b>Total</b>		<b>156994691</b>	<b>32637379</b>	<b>20.79</b>	<b>32633177</b>	<b>4202</b>	<b>99.99</b>	<b>0.01</b>

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Resolution Item No. 3: Special Resolution

Issue of balance Optionally Convertible Debentures (OCDs) pursuant to implementation of S4A

Category	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting		32559899	100.00	32559899	0	100.00	0.00
	Postal Ballot	32559899	0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>32559899</b>	<b>100.00</b>	<b>32559899</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public Institutions	E-Voting		0	0.00	0	0	0.00	0.00
	Postal Ballot	88111738	0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public Non Institutions	E-Voting		55432	0.15	54910	522	99.06	0.94
	Postal Ballot	36323054	21648	0.06	18393	3255	84.96	15.04
	<b>Total</b>		<b>77080</b>	<b>0.21</b>	<b>73303</b>	<b>3777</b>	<b>95.10</b>	<b>4.90</b>
<b>Total</b>		<b>156994691</b>	<b>32636979</b>	<b>20.79</b>	<b>32633202</b>	<b>3777</b>	<b>99.99</b>	<b>0.01</b>



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# MAKARAND M. JOSHI & CO.

## Company Secretaries

Ecstasy, 803/804, 9th Floor, City of Joy, J.S.D Road, Mulund (West), Mumbai- 400080, (T) 022-21678100

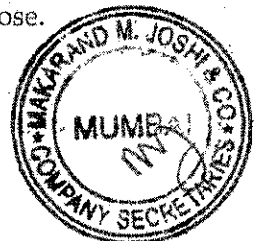
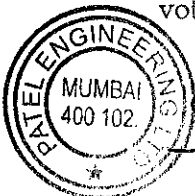
### Combined Scrutinizer Report on Voting through Postal Ballot and Remote E-voting

To  
The Chairman,  
Patel Engineering Limited  
Patel Estate Road,  
Jogeshwari (West),  
Mumbai 400102

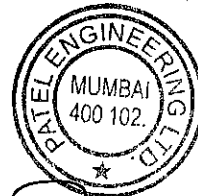
Dear Sir,

Ref: Scrutinizer's Report on voting through Postal Ballot including voting through electronic means in terms of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management & Administration) Rules, 2014.

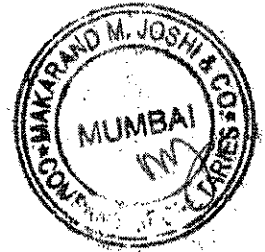
- A. Pursuant to the resolution passed by the Board of Directors of Patel Engineering Limited (hereinafter referred as "the Company") on 15<sup>th</sup> December, 2017, I, Makarand M. Joshi, Partner of M/s. Makarand M. Joshi & Co., Practicing Company Secretaries, have been appointed as a Scrutinizer to receive, process and scrutinize the postal ballot process in respect of the Special Resolution set out in the Postal Ballot Notice dated 30<sup>th</sup> January, 2018 ("Notice")
- B. Members approval was sought on the following Special Businesses:
- i. Issue of Equity Shares to Patel Engineering Employee Welfare Trust
  - ii. Amendment to Patel Engineering Employees' Stock Option Plan 2007
  - iii. Issue of balance Optionally Convertible Debentures (OCDs) pursuant to implementation of S4A
- C. As required under Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, the Company completed dispatch of Notice along explanatory statement and postal ballot form on 05<sup>th</sup> February, 2018.
- D. The voting period commenced on 07<sup>th</sup> February, 2018 (9:00 a.m. IST) and ended on 08<sup>th</sup> March, 2018 (5:00 p.m. IST) for voting through physical postal ballot form as well as through e-voting.
- E. The remote e-voting facility was provided by Central Depository Services (India) Limited ("CDSL")
- F. Particulars of postal ballot forms received including the votes cast through remote e-voting have been entered in the Register separately maintained for the purpose.



- G. The physical postal ballot forms were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.
- H. The e-voting were unblocked at 5:00 p.m. on 08<sup>th</sup> March, 2018 and the e-voting summary statement was downloaded from e-voting website of CDSL.
- I. All ballot forms received/ votes cast up to 5:00 p.m. on 08<sup>th</sup> March, 2018 being the last date and time fixed by the Company for said purpose were considered for scrutiny.
- J. I did not find any defaced or mutilated ballot form and all the invalid postal ballot - forms were marked and segregated.



*Super*



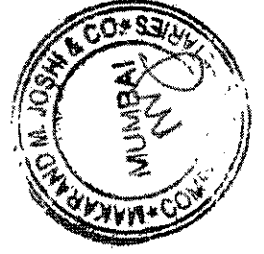
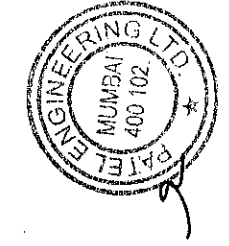
K. Result of the Postal Ballot (e-voting and voting through Postal Ballot Forms) is as under;

**Resolution Item No. 1: Special Resolution**

**Issue of Equity Shares to Patel Engineering Employee Welfare Trust**

Category	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group		[1]	[2]	$[3] = \frac{[2]}{[1]} * 100$	[4]	[5]	$[6] = \frac{[4]}{[2]} * 100$	$[7] = \frac{[5]}{[2]} * 100$
	E-Voting		32559899	100.00	32559899	0	100.00	0.00
	Postal Ballot	32559899	0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>32559899</b>	<b>100.00</b>	<b>32559899</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-Voting		0	0.00	0	0	0.00	0.00
	Postal Ballot	88111738	0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public Non Institutions	E-Voting		55432	0.15	49751	5681	89.75	10.25
	Postal Ballot	36323054	23098	0.06	19625	3473	84.96	15.04
	<b>Total</b>		<b>78530</b>	<b>0.22</b>	<b>69376</b>	<b>9154</b>	<b>88.34</b>	<b>11.66</b>
<b>Total</b>		<b>156994691</b>	<b>32638429</b>	<b>20.79</b>	<b>32629275</b>	<b>9154</b>	<b>99.97</b>	<b>0.03</b>

\*No. of votes polled does not include 'no. of votes invalid' and 'no. of votes abstain'

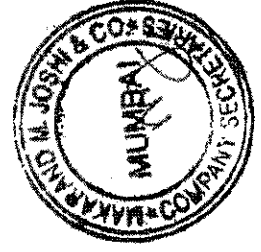
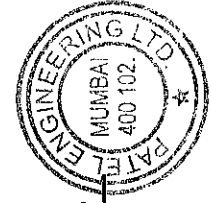


Resolution Item No. 2: Special Resolution

Amendment to Patel Engineering Employees' Stock Option Plan 2007

Category	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3] = \frac{[2]}{[1]} * 100$	[4]	[5]	$[6] = \frac{[4]}{[2]} * 100$	$[7] = \frac{[5]}{[2]} * 100$
Promoter and Promoter Group	E-Voting	32559899	32559899	100.00	32559899	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>32559899</b>	<b>100.00</b>	<b>32559899</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-Voting		0	0.00	0	0	0.00	0.00
	Postal Ballot	88111738	0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public Non Institutions	E-Voting		55432	0.15	54656	776	98.60	1.40
	Postal Ballot	36323054	22048	0.06	18622	3426	84.46	15.54
	<b>Total</b>		<b>77480</b>	<b>0.21</b>	<b>73278</b>	<b>4202</b>	<b>94.58</b>	<b>5.42</b>
<b>Total</b>		<b>156994691</b>	<b>32637379</b>	<b>20.79</b>	<b>32633177</b>	<b>4202</b>	<b>99.99</b>	<b>0.01</b>

\*No. of votes polled does not include 'no. of votes invalid' and 'no. of votes abstain'



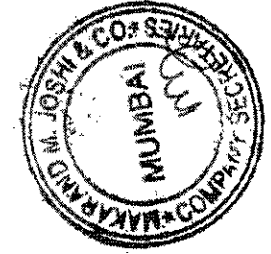


**Resolution Item No. 3: Special Resolution  
Issue of balance Optionally Convertible Debentures (OCDs) pursuant to implementation of S4A**

Category	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	32559899	32559899	100.00	32559899	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>32559899</b>	<b>0</b>	<b>0.00</b>	<b>32559899</b>	<b>0</b>	<b>0.00</b>
Public Institutions	E-Voting	88111738	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public Non Institutions	E-Voting	36323054	55432	0.15	54910	522	99.06	0.94
	Postal Ballot		21648	0.06	18393	3255	84.96	15.04
	<b>Total</b>		<b>77080</b>	<b>0.21</b>	<b>73303</b>	<b>3777</b>	<b>95.10</b>	<b>4.90</b>
<b>Total</b>		<b>156994691</b>	<b>32636979</b>	<b>20.79</b>	<b>32633202</b>	<b>3777</b>	<b>99.99</b>	<b>0.01</b>

\*No. of votes polled does not include 'no. of votes invalid' and 'no. of votes abstain'

For Makarand M. Joshi & Co.,  
Practicing Company Secretaries



*Jupen*  
Circular stamp of Patel Engineering Ltd., Mumbai. The stamp contains the text 'PATEL ENGINEERING LTD.', 'MUMBAI', and '400 102'.

Makarand M. Joshi  
Partner  
FCS No. 5533  
CP No. 3662  
Place: Mumbai  
Date: 09/03/2018

# MAKARAND M. JOSHI & CO.

## Company Secretaries

Ecstasy, 803/804, 9th Floor, City of Joy, J.S.D Road, Mulund (West), Mumbai- 400080, (T) 022-21678100

### Report of Scrutinizer for Postal Ballot

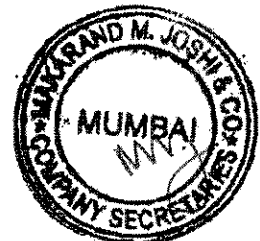
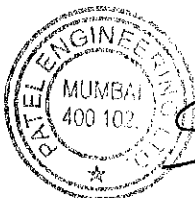
To  
The Chairman,  
**Patel Engineering Limited**  
Patel Estate Road,  
Jogeshwari (West),  
Mumbai 400102

Dear Sir,

**Re: Scrutinizer's Report on voting through Postal Ballot Form means in terms of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management & Administration) Rules, 2014:**

I, Makarand M. Joshi, Partner of Makarand M. Joshi & Co., Practicing Company Secretaries appointed as Scrutinizer to conduct the voting by way of Postal Ballot Form means in accordance with Section 110 of Companies Act, 2013 ('Act') read with Rule 22 of the Companies (Management and Administration) Rules, 2014, submit our report as under:

1. As required under Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 (including any statutory modification (s) or re-enactment(s) for the time being in force), the Company had dispatched Notice and Postal Ballot Forms to its members whose name (s) appeared on the Register of Members / List of beneficiaries as on 26<sup>th</sup> January, 2018 ("cut-off date").
2. The Voting period commenced on 07<sup>th</sup> February, 2018 (9:00 a.m. IST) and ended on 08<sup>th</sup> March, 2018 (5:00 p.m. IST).
3. The Postal Ballot forms were duly opened and scrutinized.
4. I did not find any defaced or mutilated ballot papers/forms and all the invalid ballot forms were marked and segregated.
5. The register, in accordance with Rule 22 (10) of the Companies (Management & Administration) Rules, 2015, has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them. There were no shares with differential voting rights in the Company; hence there is no requirement of maintaining of the list of shares with differential voting rights.



6. Voting Summary is as follows

Special Resolution

1. Issue of Equity Shares to Patel Engineering Employee Welfare Trust

Sr. No	Particulars	Number of Shares
1	Number of Shares Held	23787
2	Number of Shares Polled	23098
3	Number of Shares Voted in favour	19625
4	Number of Shares Voted Against	3473
5	Number of Shares Invalid	499

Special Resolution

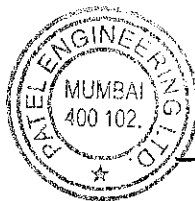
2. Amendment to Patel Engineering Employees' Stock Option Plan 2007

Sr. No	Particulars	Number of Shares
1	Number of Shares Held	23787
2	Number of Shares Polled	22048
3	Number of Shares Voted in favour	18622
4	Number of Shares Voted Against	3426
5	Number of Shares Invalid	1249

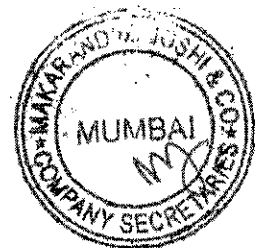
Special Resolution

3. Issue of balance Optionally Convertible Debentures (OCDs) pursuant to implementation of S4A.

Sr. No	Particulars	Number of Shares
1	Number of Shares Held	23787
2	Number of Shares Polled	21648
3	Number of Shares Voted in favour	18393
4	Number of Shares Voted Against	3255
5	Number of Shares Invalid	1949



*Super*



Result of the Postal Ballot is as under:

Type of Resolution: Special Resolution

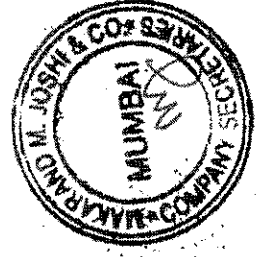
1. Issue of Equity Shares to Patel Engineering Employee Welfare Trust

Category	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	Postal Ballot	32559899	0	0.00	0	0	0.00	0.00
Public Institutions	Postal Ballot	88111738	0	0.00	0	0	0.00	0.00
Public Non Institutions	Postal Ballot	36323054	23098	0.06	19625	3473	84.96	15.04
<b>Total</b>		<b>156994691</b>	<b>23098</b>	<b>0.06</b>	<b>19625</b>	<b>3473</b>	<b>84.96</b>	<b>15.04</b>

\*No. of votes polled does not include 'no. of votes invalid'.



*Super*

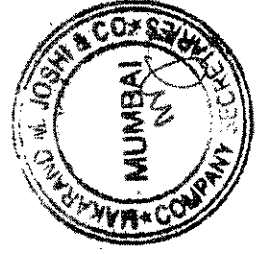
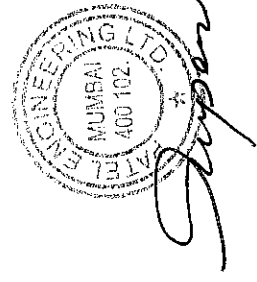


Type of Resolution: Special Resolution

2. Amendment to Patel Engineering Employees' Stock Option Plan 2007

Category	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	Postal Ballot	32559899	0	0.00	0	0	0.00	0.00
Public Institutions	Postal Ballot	88111738	0	0.00	0	0	0.00	0.00
Public Non Institutions	Postal Ballot	36323054	22048	0.06	18622	3426	84.46	15.54
<b>Total</b>		<b>156994691</b>	<b>22048</b>	<b>0.06</b>	<b>18622</b>	<b>3426</b>	<b>84.46</b>	<b>15.54</b>

\*No. of votes polled does not include 'no. of votes invalid'.



Type of Resolution: Special Resolution

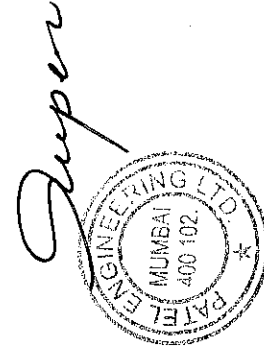
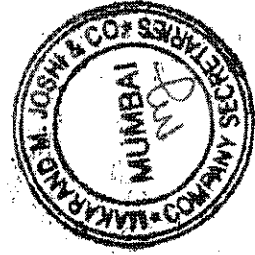
3. Issue of balance Optionally Convertible Debentures (OCDs) pursuant to implementation of S4A.

Category	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	Postal Ballot	32559899	0	0.00	0	0	0.00	0.00
Public Institutions	Postal Ballot	8811738	0	0.00	0	0	0.00	0.00
Public Non Institutions	Postal Ballot	36323054	21648	0.06	18393	3255	84.96	15.04
<b>Total</b>		<b>156994691</b>	<b>21648</b>	<b>0.06</b>	<b>18393</b>	<b>3255</b>	<b>84.96</b>	<b>15.04</b>

\*No. of votes polled does not include 'no. of votes invalid'.

Yours faithfully,  
For Makarand M. Joshi & Co.,  
Practicing Company Secretaries

Makarand M. Joshi  
Partner  
FCS No. 5533  
CP No. 3662  
Place: Mumbai  
Date: 09.03.2018



# MAKARAND M. JOSHI & CO.

## Company Secretaries

Ecstasy, 803/804, 9th Floor, City of Joy, J.S.D Road, Mulund (West), Mumbai- 400080, (T) 022-21678100

### Report of Scrutinizer for E-voting

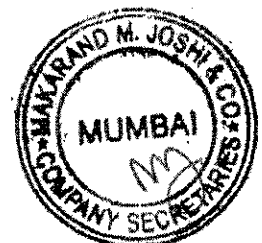
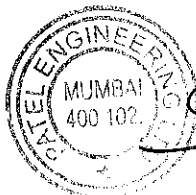
To  
The Chairman,  
Patel Engineering Limited  
Patel Estate Road,  
Jogeshwari (West),  
Mumbai 400102

Dear Sir,

**Re: Scrutinizer's Report on voting through electronic means in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014.**

I, Makarand M. Joshi, Partner of Makarand M. Joshi & Co., Practicing Company Secretaries appointed as Scrutinizer to conduct the voting by way of electronic means in accordance with Section 108 of Companies Act, 2013 ('Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, submit our report as under:

1. As required under Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 (including any statutory modification (s) or re-enactment(s) for the time being in force), the Company had dispatched Notice and Postal Ballot Forms to its members whose name (s) appeared on the Register of Members / List of beneficiaries as on 26<sup>th</sup> January, 2018 ("cut-off date").
2. The e-voting period commenced on 07<sup>th</sup> February, 2018 (9:00 a.m. IST) and ended on 08<sup>th</sup> March, 2018 (5:00 p.m. IST)
3. Accordingly, the electronic votes cast were taken into account and at the end of this voting period, on 08<sup>th</sup> March, 2018, the CDSL portal was blocked for voting.
4. The votes cast were unblocked in the presence of two witnesses on the 08<sup>th</sup> March, 2018.
5. The register, in accordance with Rule 20 (4) (xiv) of the Companies (Management & Administration) Rules, 2015, has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them. There were no shares with differential voting rights in the Company; hence there is no requirement of maintaining of the list of shares with differential voting rights.

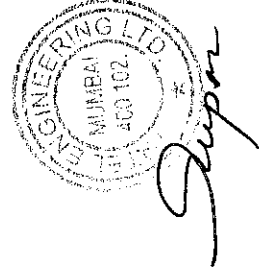
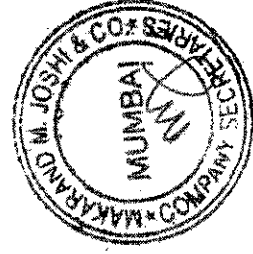


Result of the e-voting is as under:

Resolution Item No. 1: Special Resolution

Issue of Equity Shares to Patel Engineering Employee Welfare Trust

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3] = \frac{[2]}{[1]} * 100$	[4]	[5]	$[6] = \frac{[4]}{[2]} * 100$	$[7] = \frac{[5]}{[2]} * 100$
Promoter and Promoter Group		32559899	32559899	100.00	32559899	0	100.00	0.00
Public Institutions	E-Voting	88111738	0	0.00	0	0	0.00	0.00
Public Non Institutions		36323054	55432	0.15	49751	5681	89.75	10.25
<b>Total</b>		<b>156994691</b>	<b>32615331</b>	<b>20.77</b>	<b>32609650</b>	<b>5681</b>	<b>99.98</b>	<b>0.02</b>

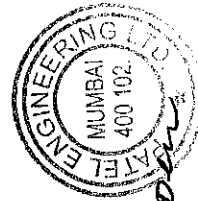
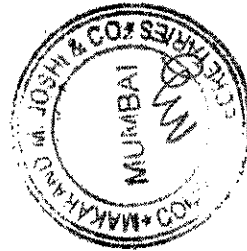




Resolution Item No. 2: Special Resolution

Amendment to Patel Engineering Employees' Stock Option Plan 2007:

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3] = \frac{[2]}{[1]} * 100$	[4]	[5]	$[6] = \frac{[4]}{[2]} * 100$	$[7] = \frac{[5]}{[2]} * 100$
Promoter and Promoter Group		32559899	32559899	100.00	32559899	0	100.00	0.00
Public Institutions	E-Voting	88111738	0	0.00	0	0	0.00	0.00
Public Non Institutions		36323054	55432	0.15	54656	776	98.60	1.40
<b>Total</b>		<b>156994691</b>	<b>32615331</b>	<b>20.77</b>	<b>32614555</b>	<b>776</b>	<b>100.00</b>	<b>0.00</b>



*Supriya*

**Resolution Item No. 3: Special Resolution**

**Issue of balance Optionally Convertible Debentures (OCDs) pursuant to implementation of S4A.**

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]= $\frac{[2]}{[1]} \times 100$	[4]	[5]	[6]= $\frac{[4]}{[2]} \times 100$	[7]= $\frac{[5]}{[2]} \times 100$
Promoter and Promoter Group		32559899	32559899	100.00	32559899	0	100.00	0.00
Public Institutions	E-Voting	88111738	0	0.00	0	0	0.00	0.00
Public Non Institutions		36323054	55432	0.15	54910	522	99.06	0.94
<b>Total</b>		<b>156994691</b>	<b>32615331</b>	<b>20.77</b>	<b>32614809</b>	<b>522</b>	<b>100.00</b>	<b>0.00</b>

For Makarand M. Joshi & Co.,  
Practicing Company Secretaries

*M. Joshi*

Makarand M. Joshi  
Partner  
FCS No. 5533  
CP No. 3662  
Place: Mumbai  
Date: 09.03.2018

